

**MINUTES OF THE MEETING OF THE SEARCH & GOVERNANCE COMMITTEE
HELD: on Thursday 28 September 2023 at 17:00 in 4F07- DHB Boardroom**

Present	In Attendance
John Williams (Chair)	Alina Khan (VPEDI&SE) (Items 1-6)
Paul Birtles	Chris Malish (VPF&CS) (Items 1-5)
Chris Webb (CEO/Accounting Officer)	Allison Booth (Clerk)
Billy Khokhar	Rachel Henry (Assistant Clerk)
Sharon West	

The quorum was three committee members

L/J Denotes the time any individual left/ re-joined the meeting.

Item		Action / Report Item
1.	<u>Introductions, Apologies for Absence and Disclosures of Interest</u>	
1.1	The Chair welcomed everyone to the meeting.	
1.2	There were no apologies for absence.	
1.3	There were no disclosures of interest.	
2.	<u>Chair's action</u>	
2.1	There had been no use of Chair's actions since the last meeting.	
3.	<u>Minutes of the meeting held on 27th April 2023 and 14th June 2023</u>	
3.1	RESOLVED: The Minutes of the meetings held on 27 April and 14 June 2023 were approved as an accurate record and would be signed by the Chair. <i>J/PB</i>	
4.	<u>Matters Arising</u>	
4.1	The Matters Arising report was reviewed. <u>7/ 10.4 - Governance effectiveness review – plan- In considering the strategic planning event (January 2024), to consider values.</u> Members felt that they would benefit from insight from a staff and student perspective. It was agreed the VPF&CS would consider how best to garner those opinions.	
4.2	ACTION: The VPF&CS to consider how best to garner opinions on values consideration from a staff and student perspective.	VPF&CS

4.3	ACTION: The Clerk to add values consideration to the Corporation agenda in October.	Clerk
Effective Governance		
5.	<u>Strategic planning event – draft agenda</u>	
5.1	<p>The VPF&CS presented the draft agenda for the Strategic Planning Event due to take place in January 2024 for the Committee to review. Three external speakers had been approached to provide insight on City of Culture, digital transformation and the political landscape. Hollins Hall had been selected as the most suitable location for the event.</p> <p>It was agreed that as the new strategic objective was digital transformation, it was a good opportunity to invite a speaker to address the digital impact on education, in particular Artificial Intelligence (AI). It was suggested that this could inform the discussion for the student interaction session and it was agreed that students would be invited to the presentation.</p>	
5.2	ACTION: The VPEDI&SE to consider some prompting questions around the digital impact and AI for the student session.	VPEDI&SE
5.3	ACTION: That the Strategic Planning Day Draft Agenda be shared with the wider Corporation.	Clerk
	<i>L/CM</i>	
6.	<u>Update on strategic objective – To become a truly inclusive College</u>	
6.1	<p>The VPEDI&SE provided an overview on the updated strategic objective – To become a truly inclusive College:</p> <ul style="list-style-type: none"> • The revised programme for induction was delivered to students within two days at the start of term. • Six engagement officers had been employed in Student Services which was in response to students requesting an increased security presence. • A Safer Schools Police Officer would now be on-site through the day. • A new Student Assistance platform had been introduced through Endsleigh Insurance to provide student wellbeing support. This would be launched on 10th October 2023 to coincide with Mental Health Awareness Day. • Scores were being monitored on ‘Wellbeing and a sense of Belonging’. Refresher training was being provided to HoD’s from areas where those engagement scores were considered low. 	

6.2	ACTION: The VPEDI&SE to present the ED&I Data Dashboard at the next Search and Governance meeting in January. L/AK	VPEDI&SE
7.	<u>CEO report on designated senior posts</u>	
7.1	<i>A separate confidential minute was recorded – see annex.</i>	
8.	<u>Annual Governance Report</u>	
8.1	The Committee reviewed the Annual Governance Report for 2023-23 and discussed elements of the report. Members noted that: <ul style="list-style-type: none"> • The overall average governor attendance had exceeded target and was 3% higher than the previous year. • Engagement with the surveys had been higher than the previous year. • The survey responses were overall very positive. • The composition of the Remuneration and SPH & Clerk Appointment Committees needed to be reviewed. • A number of actions have been generated as a result of the surveys which will be considered for reflection in the Governance Quality Improvement Plan: <ul style="list-style-type: none"> ○ To continue to offer the flexibility to attend meetings via Teams on occasions where personal attendance is not possible. ○ Need to ensure we maintain the progression pathway even though we have a change of chair. ○ To follow up on any training and access needs identified. ○ More awareness on Managing Public Money 	
8.2	ACTION: The Clerk to complete section 2.1 when has feedback from the Succession Plan actions and to add the Ofsted Inspection for Teacher Training to the Annual Governance Report under 15.1.	Clerk
8.3	RECOMMENDATION: That with the suggested changes, the Annual Governance Report 2022-23 be recommended to Corporation for approval.	
9.	<u>Succession Planning</u>	
	The Committee reviewed the Succession Plan noting that there were a number of considerations to be made. The Committee agreed to recommend the following to the Corporation for approval.	
9.1	RECOMMENDATION:	

9.2	<p>a. Richard Wood’s term of office is renewed for a further 4-year term to end on 11 December 2027.</p> <p>b. Umar Rafique is moved from the Audit Committee to the Q&S Committee.</p> <p>c. Taqi Ali to join the Audit Committee.</p> <p>d. That the Clerk initiates a recruitment exercise to procure an Independent Governor for the Audit Committee.</p> <p>It was recognised that a local employer with a willingness to be a member of both the Q&S and Audit Committee was required. The Ofsted inspection framework now includes a skills judgement scope which would include an evaluation on how the College meets local skills needs. Members felt focus needed to be on how the College meets local employability requirements and local business needs.</p> <p>ACTION: the Clerk to initiate a recruitment exercise to procure an Independent Governor for both the Audit and Q&S Committee with a focus on local employer voice.</p> <p>L/SW</p>	Clerk
10.1 10.2	<p>10. <u>Link Governors- Verbal update</u></p> <p>10.1 The Link Governor Training & Development Session had taken place on 14 September. Governors were asked to feedback their preferred choice of link. Link Governor visits would be reported in to the Corporation. The process would also be embedded in to the 23-24 QIP to be monitored by the S&G Committee.</p> <p>10.2 ACTION: A reminder for Governors to advise the Clerk of their preferred choice of link to be circulated with the Corporation papers in October.</p>	Clerk
11.1	<p>11. <u>FE and sixth-form college corporations: governance guide</u></p> <p>11.1 The Clerk updated the Committee on the updated <i>Further education corporations and sixth-form college corporations: governance guide</i>. The guide sets out the legal and regulatory requirements and recommended practice that apply to further education and sixth-form college corporations and reflects recent changes to statutory and funding requirements and incorporates the best practice elements of the updated Code of Good Governance for English Colleges.</p> <p>The Clerk highlighted the key changes requiring attention:</p> <ul style="list-style-type: none"> • Replaced references to 'funding agreements' with 'accountability agreements'. 	

	<ul style="list-style-type: none"> Amended equality, diversity and inclusion section to clarify Public Sector Equality Duty requirements. <p>The key changes to the guidance will be implemented throughout the key governance documents where applicable.</p> <p>The Committee noted the report.</p>	
12.	<u>Code of Governance Compliance 2022-23</u>	
12.1	<p>During 2021-22, the AoC published an updated code, this was reviewed at the April 2022 Search and Governance Committee, there were a number of areas requiring action and it was agreed that these would be reflected in the 2022-23 Governance Improvement Plan.</p> <p>The AoC Code of Good Governance was expected to be published before the summer in time for final Corporation meetings but this was then delayed until the start of the new academic year. The College currently remained compliant with the existing code.</p> <p>The Chair suggested that it would be good practice to add reference to evidence/examples where fields were empty as well as supporting dates.</p>	
12.2	ACTION: The Clerk to conduct a thorough review of the new AoC Code of Good Governance and add inputs and dates into the Code of Governance Compliance annex where there are gaps.	Clerk
13.	<u>Governance Quality Improvement Plan</u>	
13.1	<u>2022-23</u> The committee reviewed the 2022-23 Governance Quality Improvement Plan (QIP) and noted the progress that had been made. It was agreed to roll over Governance Stakeholder Engagement Strategy, Environmental Sustainability, Responsiveness to Local Need and areas of ED&I on to the 2023-24 plan.	
13.2	<u>2023-24</u> The committee reviewed the draft 2023-24 Governance Quality Improvement Plan. The Committee discussed the content of the draft plan, including: <ul style="list-style-type: none"> Governance Stakeholder Engagement Strategy Environmental Sustainability Responsiveness to local need Succession Planning/Recruitment on the Audit Committee ED&I 	

13.3	<ul style="list-style-type: none"> • Link Governor Scheme • Governor 1:1's • External Board Review <p>RECOMMENDATION: That with the suggested subjects incorporated, the Governance Quality Improvement Plan 2023-24 be recommended to the Corporation for approval.</p>	
14.1	<p>14. <u>Review of key governance documents:</u></p> <p>14.1 a. <u>Instrument and Articles</u></p> <p>As part of the annual review of the Instrument and Articles, there were no proposed changes identified.</p> <p>b. <u>Standing Orders</u></p> <p>There were three proposed changes identified as part of this review:</p> <ol style="list-style-type: none"> 1. Standing Order 7.2 and Standing Order 16.3 are updated; replacing 'the Education and Skills Funding Agency' with 'relevant and appropriate bodies' 2. Standing Order 16.2 is updated to reflect a change in title and removal of another title following a restructure in 2022. 3. Standing Order 18.1 is updated to include the Capital Special Interests Group under Committees and Working Groups. <p>c. <u>Governor's Code of Conduct</u></p> <p>As part of the annual review of the Governor's Code of Conduct, there were no proposed changes identified.</p>	
14.2	<p>RECOMMENDATION: That with the identified changes, the Standing Orders be recommended to the Corporation for approval.</p>	
15.1	<p>15. <u>External Board Review – planning</u></p> <p>15.1 An External Board Review should be carried out every three years in line with the requirements set out in the conditions of funding. The first review was carried out in 2020 -21, therefore the next review would be due in 2023-24.</p> <p>The Clerk took an action at the April S&G Committee to initiate the process for the appointment of a reviewer to carry out the next external board review, due in 2023-24.</p>	

	<p>Initial queries had been made with five organisations and the Committee had been presented with the information to inform a discussion on which organisation would be most suitable.</p> <p>The Clerk had conducted meetings with External Board Review representatives and detailed the proposals that have been received. The External Board Review would follow a standard process. Consideration of scope of the review was significant as this would determine the cost and reach of the Review.</p> <p>15.2 Members had an in-depth discussion regarding the various proposals and felt that the AoC proposal would be the preferred option in terms of value for money, expertise and alignment to Further Education. It was agreed that the AoC Proposal be recommended to Corporation for approval.</p> <p>15.3 RECOMMENDATION: That the AoC proposal be recommended to Corporation for approval.</p>	
<p>16.</p> <p>16.1</p>	<p><u>Corporation - draft agenda</u></p> <p>The Committee reviewed the draft agenda for the Corporation meeting due to take place on 19 October 2023. It was agreed that considering values for the Strategic Planning event would be the focus of the strategic conversation.</p>	
<p>17.</p> <p>17.1</p> <p>17.2</p> <p>17.3</p>	<p><u>Meeting dates 2024-25</u></p> <p>The Committee reviewed the draft proposed schedule of the meeting dates for 2024-25. An amendment to the likely date of Eid was suggested.</p> <p>ACTION: The Clerk to circulate the draft schedule of meeting dates for 2024-25 wider to ensure there were no issues.</p> <p>RECOMMENDATION: That the draft schedule of meeting dates for 2024-25 be recommended to the Corporation for approval.</p>	<p>Clerk</p>
<p>18.</p> <p>18.1</p>	<p><u>Governor 1:1's- verbal update</u></p> <p>The Clerk advised that the 1:1 meetings had been rolled out in the Summer and were ongoing. On completion, the data would be collated and analysed. The Clerk proposed that these findings would be presented to the S&G Committee in January 2024 along with any action planning.</p>	

18.2	ACTION: The Clerk to present the 1:1 data at the January 2024 S&G Committee.	Clerk
Any Other Business		
19.	<u>Items for report to the Corporation</u>	
19.1	<ul style="list-style-type: none"> • Minutes of meetings – 28 September 2023 • Annual Governance Report • Succession Planning • Governance Quality Improvement Plan 2023-24 • Changes to Standing Orders • Strategic planning day – draft agenda • Meeting dates 2024-25 • External Board Review- AoC Proposal 	
20	<u>Any other business</u>	
20.1	There was no other business.	
20.2	The Chair closed the meeting at 19:05.	
21.	<u>Meeting Evaluation</u>	
21.1	To be circulated by the Assistant Clerk.	Assistant Clerk

Approved by the Committee:

.....**J Williams**.....
Signed by the Chair

.....**18.01.24**.....
Date

Agreed actions

No	Minute	Action	Who?
1	4.2	The VPF&CS to consider how best to garner opinions on values consideration from a staff and student perspective.	VPF&CS
2	4.3	The Clerk to add values consideration to the Corporation agenda in October.	Clerk
3	5.2	The VPEDI&SE to consider some prompting questions around the digital impact and AI for the student session.	VPEDI&SE
4	5.3	That the Strategic Planning Day Draft Agenda be shared with the wider Corporation.	Clerk

5	6.2	The VPEDI&SE to present the ED&I Data Dashboard to the next Search and Governance meeting in January.	VPEDI&SE
6	8.2	The Clerk to complete section 2.1 when has feedback from the Succession Plan actions and to add the Ofsted Inspection for Teacher Training to the Annual Governance Report under 15.1.	Clerk
7	10.2	A reminder for Governors to advise the Clerk of their preferred choice of link to be circulated with the Corporation papers in October.	Clerk
8	12.2	The Clerk to conduct a thorough review of the new AoC Code of Good Governance and add inputs and dates into the Code of Governance Compliance annex where there are gaps.	Clerk
9	17.2	The Clerk to circulate the draft schedule of meeting dates for 2024-25 wider to ensure there were no issues.	Clerk
10	18.2	The Clerk to present the 1:1 data at the January 2024 S&G Committee.	Clerk
11	21.1	Meeting Evaluation to be circulated by the Assistant Clerk.	Assistant Clerk